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APR 04 2013

BEFORE THE BOARD OF OIL, GAS AND MINING

DEPARTMENT OF NATURAL RESOURCES

SECRETARY, BOARD OF
OIL, GAS & MINING

STATE OF UTAH

IN THE MATTER OF THE REQUEST)
FOR AGENCY ACTION OF)
NEWFIELD PRODUCTION COMPANY)
FOR AN ORDER POOLING ALL)
INTERESTS IN FIVE DRILLING)
UNITS ESTABLISHED BY THE)
BOARD'S ORDERS ENTERED IN)
CAUSES NOS. 131-51, 139-8, AND 139-)
90 IN SECTION 7, TOWNSHIP 3)
SOUTH, RANGE 1 WEST, SECTION)
27, TOWNSHIP 3 SOUTH, RANGE 2)
WEST, AND SECTIONS 17, 20, AND 29,)
TOWNSHIP 3 SOUTH, RANGE 3)
WEST, U.S.M., DUCHESNE COUNTY,)
UTAH)

EX PARTE MOTION
TO SERVE REQUEST FOR
AGENCY ACTION BY
PUBLICATION

Docket No. 2013-014
Cause No. 139-104

NEWFIELD PRODUCTION COMPANY, by and through its undersigned attorneys, and pursuant to Utah Administrative Code Rule R641-106-230, petitions the Board of Oil, Gas and Mining (the "**Board**") for an order authorizing service of the Request for Agency Action filed in this matter on April 3, 2013 (the "**Request**"), to be made on the unlocatable owners as identified herein. As shown by the Landman Affidavits executed by Ryan Waller attached hereto as Attachment "A," and incorporated herein by reference, Newfield Production Company ("**Newfield**") has conducted a thorough title examination of the mineral interest ownership in all of Section 27, Township 3 South, Range 2 West, U.S.M., Duchesne County, Utah (the "**Subject Lands**"), and has made a reasonable good faith effort to identify and locate the owners of those interests. Despite Newfield's diligent search, the following owners are not locatable (the "**Unlocatable Owners**");

The heirs of Morris Lister Peterson;

The heirs of Ada Peterson Fenn;

The heirs of Betty Lou Foster (as an heir of Ada Peterson Fenn), including without limitation Kathy Doreen Foster;

The heirs of Lloyd Fenn (as an heir of Ada Peterson Fenn), including without limitation Laurie Fenn Miller, Kenneth Lloyd Fenn, Brent R. Fenn, and Paula Fenn Atteburg;

The heirs of Bonnie Dean (as an heir of Ada Peterson Fenn), including without limitation Imogene Caperton Dean, Susan Johnston, Marcus Dean, Lloyd Dean, Jason Dean, and the heirs and devisees of Amy Wallace; and

The heirs of Glenda Oakden, including without limitation Rochelle Gallegos.

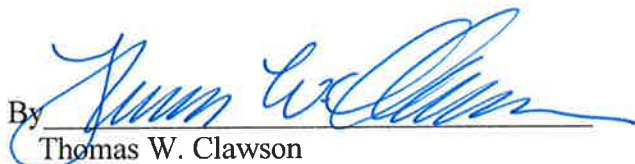
Consistent with the Board's practice in prior pooling proceedings where some of the interested parties being pooled have been unlocatable, Newfield seeks an order authorizing it to serve its Request on the Unlocatable Owners by personalized published notice. Such notice is reasonably calculated to provide notice to the Unlocatable Owners of the pendency of the Request, the Hearing Examiner's May 15, 2013 hearing, and the Board's May 30, 2013 hearing. In addition to providing such notice, Newfield's proposed published notice would apprise the Unlocatable Owners of their opportunity to lease their oil and gas minerals or to participate as an owner in the drilling of the O.N. Moon #1-27-3-2W Well (as further described in the Request). The proposed notice also will apprise the Unlocatable Owners of the possibility that the Board may impose up to a 300% penalty on the nonconsenting owners.

Service of the Request by publication is warranted to ensure that the Unlocatable Owners receive legally sufficient notice of their opportunity to participate in the Board's proceedings. Newfield proposes to publish the attached form of notice beginning on April 7, 2013, once a week for two consecutive weeks in the Salt Lake Tribune and Deseret Morning News, and

for two consecutive weeks beginning on April 9, 2013, and April 10, 2013, in the Uintah Basin Standard and The Vernal Express, respectively, newspapers of general circulation in the county in which the Subject Lands are located, and further proposes that all objections or responses to the Request be filed and served no later than May 14, 2013. A proposed form of Order Granting Ex Parte Motion to Serve Request for Agency Action by Publication is attached hereto.

Dated this 4th day of April, 2013.

VAN COTT, BAGLEY, CORNWALL & McCARTHY

By 

Thomas W. Clawson
Attorneys for Petitioner
36 South State Street, Suite 1900
Salt Lake City, Utah 84111
Telephone: (801) 532-3333

CERTIFICATE OF MAILING

I hereby certify that on this 4th day of April, 2013, I caused a true and correct copy of the foregoing Ex Parte Motion to Serve Request for Agency Action by Publication to be served via U.S. Mail, properly addressed with postage prepaid, upon each of the following:

Michael S. Johnson
Assistant Attorney General
Utah Board of Oil, Gas and Mining
1594 West North Temple, Suite 300
Salt Lake City, UT 84116

Steven F. Alder
Assistant Attorney General
Utah Division of Oil, Gas & Mining
1594 West North Temple, Suite 300
Salt Lake City, UT 84116

A handwritten signature in blue ink, appearing to read "Steven F. Alder", is written over a horizontal line.

BEFORE THE BOARD OF OIL, GAS AND MINING

DEPARTMENT OF NATURAL RESOURCES

STATE OF UTAH

**IN THE MATTER OF THE REQUEST)
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WEST, U.S.M., DUCHESNE COUNTY,)
UTAH)**

**NOTICE
OF OPPORTUNITY TO LEASE
OR PARTICIPATE IN
OIL AND GAS WELLS**

AND

**SUPPLEMENTAL NOTICE
OF REQUEST FOR
AGENCY ACTION**

**Docket No. 2013-014
Cause No. 139-104**

NEWFIELD PRODUCTION COMPANY TO:

The heirs of Morris Lister Peterson; the heirs of Ada Peterson Fenn; the heirs of Betty Lou Foster (as an heir of Ada Peterson Fenn), including without limitation Kathy Doreen Foster; the heirs of Lloyd Fenn (as an heir of Ada Peterson Fenn), including without limitation Laurie Fenn Miller, Kenneth Lloyd Fenn, Brent R. Fenn, and Paula Fenn Atteburg; the heirs of Bonnie Dean (as an heir of Ada Peterson Fenn), including without limitation Imogene Caperton Dean, Susan Johnston, Marcus Dean, Lloyd Dean, Jason Dean, and the heirs and devisees of Amy Wallace; and the heirs of Glenda Oakden, including without limitation Rochelle Gallegos, and all other persons claiming any right, title, or interest in or to the oil and gas produced from any reservoirs beneath the property described herein and in the Request for Agency Action filed in the above-entitled matter, or to the right to drill into, produce from, or appropriate such oil or gas.

Notice is hereby given that the Board of Oil, Gas and Mining ("Board"), State of Utah, has designated a hearing examiner in this Cause who will conduct a hearing on Wednesday, May 15, 2013, at 1:30 p.m., or as soon as possible thereafter, in Room 112 of the Department of Natural Resources, 1594 West North Temple, Salt Lake City, Utah, and also, that the Board will consider the hearing examiner's proposed findings of fact and conclusions of law based on that hearing at the Board's regularly scheduled hearing on May 30, 2013, at 9:00 a.m., or as soon as possible thereafter, in the Multipurpose Room at the Uintah Basin Applied Technology College, 1100 East Lagoon Street, Roosevelt, Utah.

A hearing was held on April 25, 2012, wherein the Board heard testimony and evidence concerning Newfield Production Company's ("Newfield") March 8, 2012 Request for Agency Action. At the hearing the Board ordered the entry of an order (the "Spacing Order") establishing and/or modifying sectional (640-acre or equivalent) drilling units for the production of oil, gas, and other hydrocarbons from the Green River and Wasatch formations underlying the lands located in all of Section 27, Township 3 South, Range 2 West, U.S.M., Duchesne County, Utah (the "Subject Lands"), among other lands. On April 3, 2013, Newfield filed another Request for Agency Action seeking to: (1) force pool the interests of certain non-consenting and non-locatable owners of the oil and gas minerals in the Spaced Intervals (as described in the Spacing Order) beneath the Subject Lands; (2) establish the average weighted royalty payments to such owners and the costs of plugging and abandoning certain identified wells; and (3) impose a non-consent penalty of 300% of any non-consenting owner's share of the costs of staking the location, wellsite preparation, rights-of-way, rigging up, drilling, reworking, recompleting, deepening or plugging back, testing and completing each identified well, including the cost of equipment in the well to and including the wellhead connections, as just and reasonable compensation to the consenting owners. This Notice is being published at the direction of the Board to complete notice to the non-locatable parties listed herein, whose whereabouts cannot be ascertained through reasonable diligence.

The hearings in this Cause will be conducted as formal administrative adjudications in accordance with the rules of the Board as set forth in Utah Administrative Code Rules R641 *et seq.* as provided for by Utah Code Ann. § 63G-4-101 through 601.

One of the purposes of the hearing examiner's May 15, 2013 hearing and the Board's May 30, 2013 proceeding will be for the Board to give any non-locatable party listed herein an opportunity to respond to Newfield's April 3, 2013 Request for Agency Action, and in particular, its request to force pool all non-consenting and non-locatable mineral interest owners who own interests in the oil and gas minerals in the Spaced Intervals beneath the Subject Lands.

The heirs of Morris Lister Peterson; the heirs of Ada Peterson Fenn; the heirs of Betty Lou Foster (as an heir of Ada Peterson Fenn), including without limitation Kathy Doreen Foster; the heirs of Lloyd Fenn (as an heir of Ada Peterson Fenn), including without limitation Laurie Fenn Miller, Kenneth Lloyd Fenn, Brent R. Fenn, and Paula Fenn Atteburg; the heirs of Bonnie Dean (as an heir of Ada Peterson Fenn), including without limitation Imogene Caperton Dean, Susan Johnston, Marcus Dean, Lloyd Dean, Jason Dean, and the heirs and devisees of Amy Wallace; and the heirs of Glenda Oakden, including without limitation Rochelle Gallegos, and all other persons claiming any right, title, or interest in or to the oil and gas produced from any reservoirs beneath the property described herein should contact Newfield at (303) 893-0102, or at Newfield Production Company, 1001 Seventeenth Street, Suite 2000, Denver, Colorado 80202, Attention: Ryan Waller, regarding the opportunity to lease. Additionally, each of the owners named in this paragraph and all other persons claiming any right, title, or interest in or to the oil and gas produced from the Spaced Intervals beneath the property described herein, or to the right to drill into, produce from, or appropriate such oil or gas, has the opportunity to participate in the following well located on the Subject Lands by entering a joint operating agreement and by paying their portion of the costs of drilling and completing the well pertaining to their ownership interest:

O.N. Moon #1-27-3-2W (located in subject Section 27)

(the "Subject Well"). The Subject Well is located within a sectional (640-acre or equivalent) drilling unit established and/or modified by the Board at the April 25, 2012 hearing. For information on leasing your interest or participating in the well, or for any other questions, you should contact Newfield as provided above or through its undersigned counsel.

Failure to respond to the April 3, 2013 Request for Agency Action or to participate in the Subject Well by entering into a lease or by paying its share of the drilling and completing costs for a well, will result in such non-participating owner being deemed a non-consenting owner, and therefore, subject to force pooling and a possible non-consent penalty of up to 300% that may be imposed by the Board at the May 30, 2013 hearing.

Objections to this matter shall be filed with the Secretary of the Board at the address listed below no later than May 14, 2013. Objections filed later may be considered by the Board at or before the regularly scheduled hearing for good cause shown. A party must file a timely written objection or other response in order to participate as a party at the Board hearing.

Natural persons may appear and represent themselves before the Board. All other representation by parties before the Board will be by attorneys licensed to practice law in the State of Utah, or attorneys licensed to practice law in another jurisdiction which meets the rules of the Utah State Bar for practicing before the Utah Courts. Attorney representation may be waived by the Board upon petition and good cause shown.

Persons interested in this matter may participate pursuant to the procedural rules of the Board. The April 3, 2013 Request for Agency Action, and any subsequent pleadings may be inspected at the office of the Secretary to the Board, 1594 West North Temple, Suite 1210, Salt Lake City, Utah 84116 ((801)-538-5277), or copies obtained by contacting Petitioner's counsel Thomas W. Clawson at the address and telephone number listed below. A party who fails to attend or participate in the hearing may be held in default.

Pursuant to the Americans with Disabilities Act, persons requiring auxiliary communicative aids and services to enable them to participate in this hearing should call Julie Ann Carter at (801) 538-5277, at least three working days prior to the hearing date.

Dated this 4th day of April, 2013.

VANCOTT, BAGLEY, CORNWALL & McCARTHY

By: /s/ Thomas W. Clawson

36 South State Street, Suite 1900
Salt Lake City, Utah 84111
(801) 532-3333

BEFORE THE BOARD OF OIL, GAS AND MINING

DEPARTMENT OF NATURAL RESOURCES

STATE OF UTAH

IN THE MATTER OF THE REQUEST)	
FOR AGENCY ACTION OF)	
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WEST, AND SECTIONS 17, 20, AND 29,)	
TOWNSHIP 3 SOUTH, RANGE 3)	
WEST, U.S.M., DUCHESNE COUNTY,)	
UTAH)	

The Board of Oil, Gas and Mining (the "Board") having fully considered Newfield Production Company's (the "Petitioner") Ex Parte Motion to Serve Request for Agency Action by Publication (the "Motion") and the grounds and reasons provided therefore, and good cause appearing, hereby enters its Order granting the Motion as follows:

1. Petitioner's Motion is granted.
2. The proposed Notice attached to the Motion shall be published prior to the Hearing Examiner's May 15, 2013 hearing once a week for two consecutive weeks in the Salt Lake Tribune, Deseret Morning News, Uintah Basin Standard, and Vernal Express newspapers.
3. Objections or responses to Newfield's April 3, 2013 Request for Agency Action shall be filed with the Secretary of the Board and served on Newfield's counsel no later than May 14, 2013.

For all purposes, the Chairman's signature on a faxed copy of this Order shall be deemed the equivalent of a signed original.

Issued this _____ day of April, 2013.

STATE OF UTAH
BOARD OF OIL, GAS AND MINING

James T. Jensen, Chairman

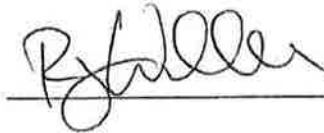
ATTACHMENT "A"

**LANDMAN AFFIDAVIT
REGARDING HEIRS TO THE ESTATE OF MORRIS LISTER PETERSON**

Ryan Waller personally appeared before me, being duly sworn, deposes and says:

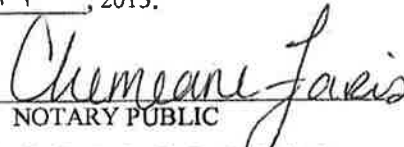
1. My name is Ryan Waller. I am a Landman for Newfield Production Company, whose address is 1001 17th Street, Suite 2000, Denver, CO 80202 ("Newfield").
2. As Operator of the O.N. Moon 1-27-3-2, Newfield requisitioned a title attorney for the preparation of a Supplemental Drilling and Division Order Title Opinion covering the Mineral Interest owned by Hazel M. Peterson in Township 3 South, Range 2 West, Section 27, Duchesne County, UT.
3. Said Supplemental Drilling and Division Order Title Opinion identified Morris Lister Peterson as a mineral owner in the aforementioned lands. Based on his obituary, we have confirmed Morris Lister Peterson is deceased. Beginning in July 2012, Newfield began contacting the presumed heirs of Morris Lister Peterson in an effort to lease the interest.
4. Based on information provided by Morris Lister Peterson's presumed heirs, nine heirs were identified in that Affidavit of Heirship recorded at Entry 451338, Book M388 / Page 162 in the Office of the Clerk and Recorder of Duchesne County, UT. Newfield began offering leases to the heirs that were locatable beginning in July 2012.
5. In an attempt to locate the remaining presumed heirs Newfield completed research via www.peoplesmart.com, www.peoplefinders.com and www.spokeo.com. Additionally, Newfield instructed a title agent to complete additional research using the SLC Genealogical Library, www.Dexonline.com and www.findagrave.com.
6. Based on uncertainty surrounding the validity of the aforementioned Affidavit of Heirship and the inability to locate all of the presumed heirs listed therein, Newfield has deemed the Estate of Morris Lister Peterson to be a non-consenting owner with respect to Force Pooling.

FURTHER AFFIANT SAYETH NOT.

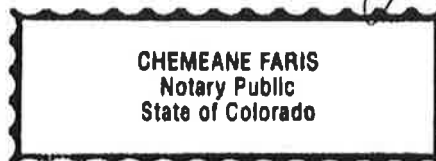


STATE OF COLORADO §
 §
CITY AND COUNTY OF DENVER §

Subscribed and sworn before me this 2 day of April, 2013.


NOTARY PUBLIC

My Commission Expires: 12.14.15



**LANDMAN AFFIDAVIT
REGARDING HEIRS TO THE ESTATE OF ADA PETERSON FENN**

Ryan Waller personally appeared before me, being duly sworn, deposes and says:

1. My name is Ryan Waller. I am a Landman for Newfield Production Company, whose address is 1001 17th Street, Suite 2000, Denver, CO 80202 ("Newfield").
2. As Operator of the O.N. Moon 1-27-3-2, Newfield requisitioned a title attorney for the preparation of a Supplemental Drilling and Division Order Title Opinion covering the Mineral Interest owned by Hazel M. Peterson in Township 3 South, Range 2 West, Section 27, Duchesne County, UT.
3. Said Supplemental Drilling and Division Order Title Opinion identified Ada Peterson Fenn as a mineral owner in the aforementioned lands. Based on her obituary published February 9, 1996 in the Salt Lake City Tribune, Newfield confirmed Ada Peterson Fenn is deceased. Beginning in July 2012, Newfield began contacting the presumed heirs of Ada Peterson Fenn in an effort to lease the interest.
4. Based on information provided by Ada Peterson Fenn's presumed heirs, 6 heirs were identified in that Affidavit of Heirship recorded at Entry 451339, Book M388 / Page 166 in the Office of the Clerk and Recorder of Duchesne County, UT. Newfield began offering leases to the heirs that were locatable beginning in July 2012.
5. In an attempt to locate the remaining presumed heirs Newfield completed research via www.peoplesmart.com, www.peoplefinders.com and www.spokeo.com. Additionally, Newfield instructed a title agent to complete additional research using the SLC Genealogical Library, www.Dexonline.com, www.findagrave.com and www.ancestry.com.
6. Based on uncertainty surrounding the validity of the aforementioned Affidavit of Heirship and the inability to locate all of the presumed heirs listed therein, Newfield has deemed the Estate of Ada Peterson Fenn to be a non-consenting owner with respect to Force Pooling.

FURTHER AFFIANT SAYETH NOT.

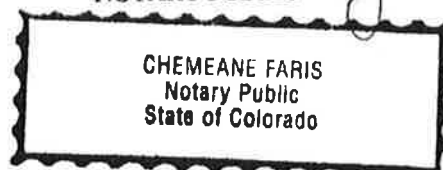


STATE OF COLORADO §
 §
CITY AND COUNTY OF DENVER §

Subscribed and sworn before me this 2 day of April, 2013.


NOTARY PUBLIC

My Commission Expires: 12.14.15

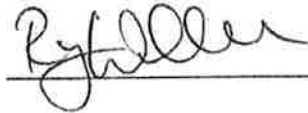


**LANDMAN AFFIDAVIT
REGARDING HEIRS TO THE ESTATE OF BETTY LOU FOSTER**

Ryan Waller personally appeared before me, being duly sworn, deposes and says:

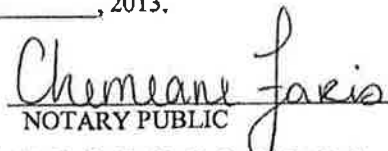
1. My name is Ryan Waller. I am a Landman for Newfield Production Company, whose address is 1001 17th Street, Suite 2000, Denver, CO 80202 ("Newfield").
2. As Operator of the O.N. Moon 1-27-3-2, Newfield requisitioned a title attorney for the preparation of a Supplemental Drilling and Division Order Title Opinion covering the Mineral Interest owned by Hazel M. Peterson in Township 3 South, Range 2 West, Section 27, Duchesne County, UT.
3. Said Supplemental Drilling and Division Order Title Opinion identified Betty Lou Foster as a mineral owner in the aforementioned lands. Based on her obituary published January 22, 2006 in the Salt Lake City Tribune, Newfield confirmed Betty Lou Foster is deceased. Beginning in July 2012, Newfield began contacting the presumed heirs of Betty Lou Foster in an effort to lease the interest.
4. Based on information provided by a sibling of Betty Lou Foster, 5 heirs were identified in an unrecorded Affidavit of Heirship. Newfield began offering leases to the heirs that were locatable beginning in July 2012.
5. In an attempt to locate the remaining presumed heirs Newfield completed research via www.peoplesmart.com, www.peoplefinders.com and www.spokeo.com. Additionally, Newfield instructed a title agent to complete additional research using the SLC Genealogical Library, www.dexonline.com and www.findagrave.com.
6. Based on uncertainty surrounding the validity of the aforementioned Affidavit of Heirship and the inability to locate all of the presumed heirs listed therein, Newfield has deemed the Estate of Betty Lou Foster to be a non-consenting owner with respect to Force Pooling.

FURTHER AFFIANT SAYETH NOT.

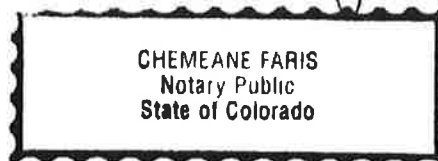


STATE OF COLORADO §
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CITY AND COUNTY OF DENVER §

Subscribed and sworn before me this 7 day of April, 2013.


NOTARY PUBLIC

My Commission Expires: 12.14.15

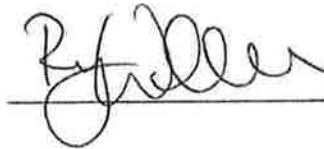


**LANDMAN AFFIDAVIT
REGARDING HEIRS TO THE ESTATE OF GLENDA OAKDEN**

Ryan Waller personally appeared before me, being duly sworn, deposes and says:

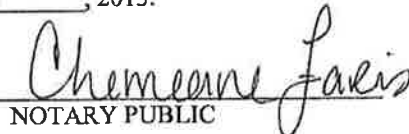
1. My name is Ryan Waller. I am a Landman for Newfield Production Company, whose address is 1001 17th Street, Suite 2000, Denver, CO 80202 ("Newfield").
2. As Operator of the O.N. Moon 1-27-3-2, Newfield requisitioned a title attorney for the preparation of a Supplemental Drilling and Division Order Title Opinion covering the Mineral Interest owned by Hazel M. Peterson in Township 3 South, Range 2 West, Section 27, Duchesne County, UT.
3. Said Supplemental Drilling and Division Order Title Opinion identified Glenda Oakden as a mineral owner in the aforementioned lands. Based on her obituary published February 8, 2005 in the Salt Lake City Tribune, Newfield confirmed Glenda Oakden is deceased. Beginning in July 2012, Newfield began contacting the presumed heirs of Glenda Oakden in an effort to lease the interest.
4. Based on information provided by a sibling of Glenda Oakden, 6 heirs were identified in an unrecorded Affidavit of Heirship. Newfield began offering leases to the heirs that were locatable beginning in July 2012.
5. In an attempt to locate the remaining presumed heirs Newfield completed research via www.peoplesmart.com, www.peoplefinders.com and www.spokeo.com. Additionally, Newfield instructed a title agent to complete additional research using the SLC Genealogical Library, www.Dexonline.com and www.findagrave.com.
6. Based on uncertainty surrounding the validity of the aforementioned Affidavit of Heirship and the inability to locate all of the presumed heirs listed therein, Newfield has deemed the Estate of Glenda Oakden to be a non-consenting owner with respect to Force Pooling.

FURTHER AFFIANT SAYETH NOT.



STATE OF COLORADO §
 §
CITY AND COUNTY OF DENVER §

Subscribed and sworn before me this 2 day of April, 2013.



NOTARY PUBLIC

My Commission Expires: 12.14.15

